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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

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Form **990-PF**

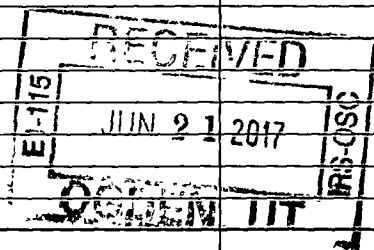
Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE EPLEE FOUNDATION, INC.		A Employer identification number 56-1761082
Number and street (or P O box number if mail is not delivered to street address) 9059 WALKERS FERRY ROAD	Room/suite	B Telephone number 704-902-5116
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28214-3339		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,202,730. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	107,362.	107,362.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<32,632.>			
	b Gross sales price for all assets on line 6a	846,248.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	74,730.	107,362.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	12,330.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 3	5,730.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 4	31,213.	31,213.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		49,273.	31,213.	0.
	25 Contributions, gifts, grants paid		127,000.		127,000.
26 Total expenses and disbursements. Add lines 24 and 25		176,273.	31,213.	127,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<101,543.>			
b Net investment income (if negative, enter -0-)			76,149.		
c Adjusted net income (if negative, enter -0-)			N/A		



SCANNED JUN 22 2017

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	72,011.	89,063.	89,063.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,504.	2,653.	2,653.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	229,637.	235,616.	339,478.
	c Investments - corporate bonds STMT 6	2,174.	2,174.	2,461.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7	3,827,713.	3,703,990.	3,769,075.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,135,039.	4,033,496.	4,202,730.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,135,039.	4,033,496.	
30 Total net assets or fund balances	4,135,039.	4,033,496.		
31 Total liabilities and net assets/fund balances	4,135,039.	4,033,496.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,135,039.
2 Enter amount from Part I, line 27a	2	<101,543.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,033,496.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,033,496.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a STOCKS (#03087)	P	VARIOUS	VARIOUS
b MUTUAL FUNDS (#16681)	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 17,949.		13,905.	4,044.
b 810,319.		864,975.	<54,656.>
c 17,980.			17,980.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,044.
b			<54,656.>
c			17,980.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<32,632.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	154,900.	4,200,742.	.036874
2014	127,000.	4,268,295.	.029754
2013	117,500.	4,152,517.	.028296
2012	181,950.	4,088,556.	.044502
2011	105,407.	1,773,970.	.059419

2 Total of line 1, column (d)	2	.198845
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.039769
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,079,639.
5 Multiply line 4 by line 3	5	162,243.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	761.
7 Add lines 5 and 6	7	163,004.
8 Enter qualifying distributions from Part XII, line 4	8	127,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,523.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,523.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,523.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,176.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,176.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,653.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 1,536. Refunded <input type="checkbox"/>	11	1,117.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of HERBERT W. EPLEE, SR Telephone no. 704-902-5116 Located at 9059 WALKERS FERRY ROAD, CHARLOTTE, NC ZIP+4 28214-3339
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,024,129.
b	Average of monthly cash balances	1b	117,636.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,141,765.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,141,765.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62,126.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,079,639.
6	Minimum investment return. Enter 5% of line 5	6	203,982.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	203,982.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,523.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,523.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	202,459.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	202,459.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	202,459.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	127,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	127,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	127,000.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				202,459.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	36,778.			
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	36,778.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 127,000.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				127,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	36,778.			36,778.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				38,681.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

- 1 **Information Regarding Foundation Managers:**
 - a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SEE STATEMENT 9

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

- b The form in which applications should be submitted and information and materials they should include:

- c Any submission deadlines:

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BETHEL BAPTIST CHURCH 205 BETHEL CHURCH ROAD MARION, NC 28752	NONE	PC	MINISTRY	20,000.
CALVARY BAPTIST CHURCH 2727 MT. HOLLY HUNTERSVILLE RD CHARLOTTE, NC 28214	NONE	PC	MINISTRY	20,000.
CAMPUS CRUSADE FOR CHRIST PO BOX 628222 ORLANDO, FL 32862	NONE	PC	MINISTRY	14,000.
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920	NONE	PC	MINISTRY	18,000.
IOWA PRESBYTERY 1130 MAIN STREET ACKLEY, IA 50601	NONE	PC	MINISTRY	5,000.
Total SEE CONTINUATION SHEET(S)				▶ 3a 127,000.
b Approved for future payment				
NONE				
Total				▶ 3b 0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
EDWARD JONES	125,342.	17,980.	107,362.	107,362.	
TO PART I, LINE 4	125,342.	17,980.	107,362.	107,362.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
JPS	12,330.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	12,330.	0.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAXES	5,690.	0.		0.
FOREIGN TAX	40.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,730.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	31,213.	31,213.		0.
TO FORM 990-PF, PG 1, LN 23	31,213.	31,213.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS - SEE ATTACHED SCHEDULE A	235,616.	339,478.
TOTAL TO FORM 990-PF, PART II, LINE 10B	235,616.	339,478.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED SCHEDULE B	2,174.	2,461.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,174.	2,461.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - SEE ATTACHED SCHEDULE C	COST	3,703,990.	3,769,075.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,703,990.	3,769,075.

THE EPLEE FOUNDATION, INC
9059 WALKER'S FERRY ROAD
CHARLOTTE, NC 28214-3339

FEDERAL ID # 56-1761082
ATTACHMENT - SCHEDULE A

STOCKS
DECEMBER 31, 2016

	DATE ACQUIRED	SHARES QUANTITY	UNIT COST/ VALUE	TOTAL COST/VALUE	HOW ACQUIRED	VALUE 12/31/2016
AT&T	Various	163.4947	32.9156	\$ 5,381.53	GIFT/REINVESTMT	
AT&T INC REINVESTMENT @ 36.8531 + FEE 1.48	8/1/2012	1.9670	37.6055	73.97	PURCHASED	
AT&T INC REINVESTED @34.771 + 1.50 FEE	11/1/2012	2.1092	35.4821	74.84	PURCHASED	
AT&T REINVESTMENT @29.3191 + FEE 1.44	2/1/2012	2.4046	29.9179	71.94	PURCHASED	
AT&T REINVESTMENT @32.2503 + FEE \$1.46	5/1/2012	2.2183	32.9085	73.00	PURCHASED	
AT&T REINVESTMENT @34.4648 + FEE \$1.55	2/1/2013	2.2034	35.1682	77.49	PURCHASED	
AT&T REINVESTMENT	5/1/2013	2.1126	37.1485	78.48	PURCHASED	
AT&T REINVESTMENT	8/1/2013	2.2195	35.7873	79.43	PURCHASED	
AT&T REINVESTMENT	11/1/2013	2.2253	36.1436	80.43	PURCHASED	
AT&T REINVESTMENT	2/3/2014	2.5412	32.7562	83.24	PURCHASED	
AT&T REINVESTMENT	5/1/2014	2.4230	34.8370	84.41	PURCHASED	
AT&T REINVESTMENT	8/1/2014	2.3048	37.1052	85.52	PURCHASED	
AT&T REINVESTMENT	11/3/2014	2.5066	34.5408	86.58	PURCHASED	
AT&T REINVESTMENT	2/2/2015	2.6760	33.4978	89.64	PURCHASED	
AT&T REINVESTMENT	5/1/2015	2.6488	34.3178	90.90	PURCHASED	
AT&T REINVESTMENT	8/3/2015	2.6655	34.5720	92.15	PURCHASED	
AT&T REINVESTMENT	11/2/2015	2.7854	33.5321	93.40	PURCHASED	
AT&T REINVESTMENT	2/1/2016	2.7535	35.1258	96.72	PURCHASED	
AT&T REINVESTMENT	5/2/2016	2.5858	37.9152	98.04	PURCHASED	
AT&T REINVESTMENT	8/1/2016	2.3320	42.5768	99.29	PURCHASED	
AT&T REINVESTMENT	11/1/2016	2.7351	36.7123	100.41	PURCHASED	
AT&T REINVESTMENT		211.9122		\$ 7,091.41		\$ 9,012.62
CENOVUS ENERGY INC	3/19/2015	1.0000	17.5100	\$ 17.51	PURCHASED	
CENOVUS ENERGY INC	3/19/2015	99.0000	16.7138	1,654.67	PURCHASED	
CENOVUS ENERGY INC	3/19/2015	100.0000	16.7136	1,671.36	PURCHASED	
CENOVUS ENERGY INC	3/19/2015	100.0000	16.7141	1,671.41	PURCHASED	
CENOVUS ENERGY INC	3/19/2015	700.0000	16.7076	11,695.30	PURCHASED	
CENOVUS ENERGY INC		1,000.0000		\$ 16,710.25		\$ 15,130.00
CENTURYLINK	12/23/2016	100.0000		\$ 2,456.38	PURCHASED	
CENTURYLINK	12/23/2016	600.0000		14,724.76	PURCHASED	
CENTURYLINK		700.0000		\$ 17,181.14		\$ 16,646.00
CORNING INC	9/17/2001	1,000.0000	10.5806	\$ 10,580.55	PURCHASED	
CORNING INC	11/22/2004	2,000.0000	12.5600	25,120.00	GIFT	
CORNING INC		3,000.0000		\$ 35,700.55		\$ 72,810.00
DUKE ENERGY CORP 2012 - 1/3 REV.SOLIT	VARIOUS	974.0000	VARIOUS	\$ 48,614.87	GIFT	
DUKE ENERGY CORP		974.0000		\$ 48,614.87		\$ 75,601.88
HALLIBURTON CO	12/8/2014	200.0000	41.1575	\$ 8,231.49	PURCHASED	
HALLIBURTON CO	12/8/2014	200.0000	41.1584	8,231.67	PURCHASED	
HALLIBURTON CO	12/8/2014	600.0000	41.1595	24,695.67	PURCHASED	
HALLIBURTON CO	3/25/2015	4.2403	42.4500	180.00	PURCHASED	
HALLIBURTON CO	6/24/2015	4.0795	44.3098	180.76	PURCHASED	
HALLIBURTON CO	9/23/2015	4.7727	38.0292	181.50	PURCHASED	
HALLIBURTON CO	12/24/2015	5.3684	33.9695	182.36	PURCHASED	
HALLIBURTON CO	3/23/2016	5.0121	36.5753	183.32	PURCHASED	
HALLIBURTON CO	6/22/2016	4.2102	43.7580	184.23	PURCHASED	
HALLIBURTON CO	9/28/2016	4.3594	42.4329	184.98	PURCHASED	
HALLIBURTON CO	12/28/2016	3.3934	54.7452	185.77	PURCHASED	
HALLIBURTON CO		1,035.4358		\$ 42,621.75		\$ 56,006.72
NOKIA	12/1/2006	26.0000	\$ 7.37	\$ 191.51	SPINOFF ALCATEL	
NOKIA		26.0000		\$ 191.51		\$ 125.06
SPECTRA ENERGY CORP	1/2/2007	1,012.0000	22.8524	\$ 23,126.63	SPINOFF DUKE EG	
SPECTRA ENERGY CORP	10/19/2007	448.0000	24.9700	11,186.50	GIFT	
SPECTRA ENERGY CORP		1,460.0000		\$ 34,313.13		\$ 59,991.40
WEYERHAEUSER CO	7/11/2013	1,000.0000	29.0548	\$ 29,054.79	PURCHASED	
WEYERHAEUSER CO	9/13/2013	7.6178	28.8797	220.00	PURCHASED	
WEYERHAEUSER CO	11/27/2013	7.5022	29.5486	221.68	PURCHASED	

THE EPLER FOUNDATION, INC
9059 WALKER'S FERRY ROAD
CHARLOTTE, NC 28214-3339

FEDERAL ID # 56-1761082
ATTACHMENT - SCHEDULE A

STOCKS

DECEMBER 31, 2016

	DATE ACQUIRED	SHARES QUANTITY	UNIT COST/ VALUE	TOTAL COST/VALUE	HOW ACQUIRED	VALUE 12/31/2016
WEYERHAEUSER CO	3/14/2014	7.5094	29.7400	223.33	PURCHASED	
WEYERHAEUSER CO	5/30/2014	7.2553	31.0090	224.98	PURCHASED	
WEYERHAEUSER CO	9/12/2014	8.7821	34.0090	298.67	PURCHASED	
WEYERHAEUSER CO	11/26/2014	8.7710	34.3417	301.21	PURCHASED	
WEYERHAEUSER CO	3/13/2015	9.1328	33.2605	303.76	PURCHASED	
WEYERHAEUSER CO	6/19/2015	9.5455	32.1000	306.41	PURCHASED	
WEYERHAEUSER CO	9/25/2015	11.7755	28.0668	330.50	PURCHASED	
WEYERHAEUSER CO	11/20/2015	10.8812	30.7090	334.15	PURCHASED	
WEYERHAEUSER CO	3/18/2016	11.6470	28.9792	337.52	PURCHASED	
WEYERHAEUSER CO	6/24/2016	11.7058	29.1419	341.13	PURCHASED	
WEYERHAEUSER CO	9/23/2016	11.3204	30.4547	344.76	PURCHASED	
WEYERHAEUSER CO	11/18/2016	11.6269	29.9539	348.27	PURCHASED	
WEYERHAEUSER CO		1,135.0727		\$ 33,191.16		\$ 94,154.94
TOTAL		9,542.4207		\$ 235,615.77		\$ 339,478.02

THE EPLEE FOUNDATION, INC
9059 WALKER'S FERRY ROAD
CHARLOTTE, NC 28214-3339

FEDERAL ID # 56-1761082
ATTACHMENT - SCHEDULE B

CORPORATE BONDS
DECEMBER 31, 2016

	DATE ACQUIRED	SHARES QUANTITY	UNIT COST/ VALUE	TOTAL COST/VALUE	HOW ACQUIRED	MARKET VALUE 12/31/2016
HILLMAN GROUP CAP TR PFD SEC	10/19/2007	76.0000	\$ 28.60	\$ 2,173.60	GIFT	
		76.0000		\$ 2,173.60		\$ 2,460.75

THE EPLEE FOUNDATION, INC
 9059 WALKER'S FERRY ROAD
 CHARLOTTE, NC 28214-3339

FEDERAL ID # 56-1761082
 ATTACHMENT - SCHEDULE C

MUTUAL FUNDS	DATE	SHARES	UNIT COST/	TOTAL	HOW	MARKET
DECEMBER 31, 2016	ACQUIRED	QUANTITY	VALUE	COST/VALUE	ACQUIRED	VALUE
						12/31/2016
CREDIT SUISSE COMM RET STRAT	9/10/2015	10,853.8390	5.06	\$ 54,920.43	PURCHASED	
CREDIT SUISSE COMM RET STRAT	10/28/2015	74.7770	5.02	375.38	PURCHASED	
CREDIT SUISSE COMM RET STRAT	11/25/2015	49.0810	4.68	229.70	PURCHASED	
CREDIT SUISSE COMM RET STRAT	12/14/2015	97.3220	4.56	443.79	PURCHASED	
CREDIT SUISSE COMM RET STRAT	12/31/2015	55.1850	4.48	247.23	PURCHASED	
CREDIT SUISSE COMM RET STRAT	1/5/2016	161.3270	4.49	724.36	PURCHASED	
CREDIT SUISSE COMM RET STRAT	3/14/2016	45.9890	4.57	210.17	PURCHASED	
CREDIT SUISSE COMM RET STRAT	4/1/2016	77.6630	4.57	354.92	PURCHASED	
CREDIT SUISSE COMM RET STRAT	4/14/2016	68.2210	4.56	311.09	PURCHASED	
CREDIT SUISSE COMM RET STRAT	9/26/2016	57.0020	4.90	279.31	PURCHASED	
CREDIT SUISSE COMM RET STRAT		11,540.4060		\$ 58,096.38		\$ 58,509.86
DFA GBL REAL ESTATE SECS FDS	5/27/2016	5,085.7010	10.9700	\$ 55,790.14	PURCHASED	
DFA GBL REAL ESTATE SECS FDS	12/16/2016	2.2670	10.0500	22.78	PURCHASED	
DFA GBL REAL ESTATE SECS FDS	12/16/2016	14.8170	10.0500	148.91	PURCHASED	
DFA GBL REAL ESTATE SECS FDS	12/16/2016	249.0270	10.0500	2,502.72	PURCHASED	
DFA GBL REAL ESTATE SECS FDS		5,351.8120		\$ 58,464.55		\$ 55,658.84
DFA US SMALL CAP VALUE FUND	2/9/2016	806.4450	27.8200	\$ 22,435.29	PURCHASED	
DFA US SMALL CAP VALUE FUND	2/9/2016	1,871.7170	27.8200	52,071.17	PURCHASED	
DFA US SMALL CAP VALUE FUND - REINV	3/31/2016	6.4400	31.0100	199.83	PURCHASED	
DFA US SMALL CAP VALUE FUND - REINV	6/30/2016	7.3800	30.7200	226.70	PURCHASED	
DFA US SMALL CAP VALUE FUND - REINV	9/30/2016	1.0770	33.3600	35.94	PURCHASED	
DFA US SMALL CAP VALUE FUND - REINV	12/16/2016	9.3270	37.8000	352.55	PURCHASED	
DFA US SMALL CAP VALUE FUND - REINV	12/16/2016	99.6390	37.8000	3,766.36	PURCHASED	
DFA US SMALL CAP VALUE FUND		2,802.0250		\$ 79,087.84		\$ 104,767.86
EATON VANCE ATLANTA CAP SMID	9/10/2015	1,971.9810	26.2500	\$ 51,764.50	PURCHASED	
EATON VANCE ATLANTA CAP SMID - REINV	12/11/2015	146.7380	25.9201	3,803.46	PURCHASED	
EATON VANCE ATLANTA CAP SMID - REINV	12/9/2016	74.3080	28.4500	2,114.06	PURCHASED	
EATON VANCE ATLANTA CAP SMID		2,193.0270		\$ 57,682.02		\$ 61,075.80
GS FINL SQUARE GOVT FD INSTI	5/27/2016	19,341.8900	1.0000	\$ 19,341.89	PURCHASED	
GS FINL SQUARE GOVT FD INSTI - REINV	6/1/2016	4.2900	1.0000	4.29	PURCHASED	
GS FINL SQUARE GOVT FD INSTI - REINV	6/1/2016	3.3100	1.0000	3.31	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	6/1/2016	207.0800	1.0000	207.08	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	6/14/2016	933.7100	1.0000	933.71	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	6/27/2016	3,151.9300	1.0000	3,151.93	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	7/1/2016	9.0000	1.0000	9.00	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	7/6/2016	15.2500	1.0000	15.25	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	7/6/2016	2,267.1000	1.0000	2,267.10	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	7/7/2016	135.2800	1.0000	135.28	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	7/15/2016	817.4600	1.0000	817.46	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	8/1/2016	10.3400	1.0000	10.34	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	8/1/2016	167.6300	1.0000	167.63	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	8/12/2016	39.8800	1.0000	39.88	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	8/12/2016	704.0800	1.0000	704.08	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	8/29/2016	160.0800	1.0000	160.08	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	9/1/2016	9.5000	1.0000	9.50	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	9/14/2016	73.1000	1.0000	73.10	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	9/14/2016	594.8100	1.0000	594.81	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	9/26/2016	2,111.9900	1.0000	2,111.99	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	9/30/2016	0.9600	1.0000	0.96	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	9/30/2016	403.5700	1.0000	403.57	PURCHASED	
GS FINL SQUARE GOVT FD INSTI - REINV	10/3/2016	9.3200	1.0000	9.32	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	10/4/2016	152.8400	1.0000	152.84	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	10/11/2016	36.4100	1.0000	36.41	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	10/13/2016	1,194.9700	1.0000	1,194.97	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	11/1/2016	9.8600	1.0000	9.86	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	11/3/2016	149.5100	1.0000	149.51	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	11/15/2016	1,220.2900	1.0000	1,220.29	PURCHASED	

THE EPLEE FOUNDATION, INC
 9059 WALKER'S FERRY ROAD
 CHARLOTTE, NC 28214-3339

FEDERAL ID # 56-1761082
 ATTACHMENT - SCHEDULE C

MUTUAL FUNDS DECEMBER 31, 2016	DATE ACQUIRED	SHARES QUANTITY	UNIT COST/ VALUE	TOTAL COST/VALUE	HOW ACQUIRED	MARKET VALUE 12/31/2016
GS FINL SQUARE GOVT FD INSTI	11/28/2016	145.8400	1.0000	145.84	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	12/1/2016	9.3000	1.0000	9.30	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	12/13/2016	21.2000	1.0000	21.20	PURCHASED	
GS FINL SQUARE GOVT FD INSTI	12/13/2016	374.3700	1.0000	374.37	PURCHASED	
GS FINL SQUARE GOVT FD INSTI		34,486.1500		\$ 34,486.15		\$ 34,486.15
HARBOR INTERNATIONAL	9/10/2015	1,773.5340	62.1200	\$ 110,171.95	PURCHASED	
HARBOR INTERNATIONAL	12/18/2015	50.9150	58.9905	3,003.50	PURCHASED	
HARBOR INTERNATIONAL	12/18/2015	83.4880	58.9898	4,924.94	PURCHASED	
HARBOR INTERNATIONAL	2/17/2016	3.1220	52.5200	163.95	PURCHASED	
HARBOR INTERNATIONAL	7/6/2016	4.8640	58.7500	285.75	PURCHASED	
HARBOR INTERNATIONAL	12/20/2016	38.2870	58.2000	2,228.28	PURCHASED	
HARBOR INTERNATIONAL		1,954.2100		\$ 120,778.37		\$ 114,145.41
INTERNATIONAL GROWTH & INCOME	9/10/2015	4,839.0590	28.8800	\$ 139,752.03	PURCHASED	
INTERNATIONAL GROWTH & INCOME-REINV	9/17/2015	45.3910	29.5801	1,342.67	PURCHASED	
INTERNATIONAL GROWTH & INCOME-REINV	12/22/2015	24.9340	28.0601	699.65	PURCHASED	
INTERNATIONAL GROWTH & INCOME	2/17/2016	6.6210	25.2700	167.31	PURCHASED	
INTERNATIONAL GROWTH & INCOME	3/14/2016	8.7270	27.3500	238.68	PURCHASED	
INTERNATIONAL GROWTH & INCOME-REINV	3/17/2016	18.9390	27.7800	526.12	PURCHASED	
SHARE CLASS CONVER FROM INTERNATIONAL GRW & INC	3/29/2016	-5,024.8070				
SHARE CLASS CONVER TO AFS INTERNATIONAL GRW & INC F2	3/29/2016	5,022.9940				
AFS INTERNATIONAL GRW & INC F2	4/1/2016	10.5130	27.9800	294.15	PURCHASED	
AFS INTERNATIONAL GRW & INC F2 - REINV	6/24/2016	50.9410	29.0500	1,479.85	PURCHASED	
AFS INTERNATIONAL GRW & INC F2	7/6/2016	17.5310	27.8200	487.72	PURCHASED	
AFS INTERNATIONAL GRW & INC F2 - REINV	9/23/2016	28.8790	29.6800	857.13	PURCHASED	
AFS INTERNATIONAL GRW & INC F2 - REINV	12/21/2016	26.6380	28.1700	750.39	PURCHASED	
AFS INTERNATIONAL GROWTH & INCOME F2		5,076.3600		\$ 146,595.70		\$ 143,711.75
INVESCO COMSTOCK	9/10/2015	4,679.6080	23.1000	\$ 108,098.94	PURCHASED	
INVESCO COMSTOCK	9/18/2015	19.8230	23.6705	469.22	PURCHASED	
INVESCO COMSTOCK - REINV	12/14/2015	8.9770	21.3501	191.66	PURCHASED	
INVESCO COMSTOCK - REINV	12/14/2015	26.7220	21.3502	570.52	PURCHASED	
INVESCO COMSTOCK - REINV	12/14/2015	448.6470	21.3500	9,578.61	PURCHASED	
INVESCO COMSTOCK	2/17/2016	10.3550	18.4200	190.74	PURCHASED	
INVESCO COMSTOCK	3/18/2016	28.3030	21.1400	598.32	PURCHASED	
INVESCO COMSTOCK - REINV	6/17/2016	28.6470	21.2400	608.47	PURCHASED	
INVESCO COMSTOCK - REINV	9/16/2016	27.3340	22.4500	613.64	PURCHASED	
INVESCO COMSTOCK - REINV	12/14/2016	30.4200	24.0500	731.59	PURCHASED	
INVESCO COMSTOCK - REINV	12/14/2016	46.5950	24.0500	1,120.61	PURCHASED	
INVESCO COMSTOCK - REINV	12/14/2016	266.8840	24.0500	6,418.55	PURCHASED	
INVESCO COMSTOCK		5,622.3150		\$ 129,190.87		\$ 133,023.97
ISHARES CORE US AGGREGATE BOND	9/11/2015	2,549.0000	108.96	\$ 277,739.04	PURCHASED	
ISHARES CORE US AGGREGATE BOND	9/14/2015	4.0000	108.77	435.09	PURCHASED	
ISHARES CORE US AGGREGATE BOND	9/16/2015	5.0000	109.08	545.39	PURCHASED	
ISHARES CORE US AGGREGATE BOND	10/28/2015	14.0000	109.72	1,536.03	PURCHASED	
ISHARES CORE US AGGREGATE BOND	11/25/2015	3.0000	108.78	326.33	PURCHASED	
ISHARES CORE US AGGREGATE BOND	12/14/2015	3.0000	108.34	325.03	PURCHASED	
ISHARES CORE US AGGREGATE BOND	12/31/2015	1.0000	108.02	108.02	PURCHASED	
ISHARES CORE US AGGREGATE BOND	1/5/2016	6.0000	107.64	645.84	PURCHASED	
ISHARES CORE US AGGREGATE BOND	6/14/2016	2.0000	111.46	222.92	PURCHASED	
ISHARES CORE US AGGREGATE BOND	8/12/2016	2.0000	112.35	224.70	PURCHASED	
ISHARES CORE US AGGREGATE BOND	9/14/2016	2.0000	111.79	223.58	PURCHASED	
ISHARES CORE US AGGREGATE BOND	9/26/2016	3.0000	111.75	335.24	PURCHASED	
ISHARES CORE US AGGREGATE BOND	12/13/2016	2.0000	108.13	216.27	PURCHASED	
ISHARES CORE US AGGREGATE BOND		2,596.0000		\$ 282,883.48		\$ 280,523.76
ISHARES MSCI EAFE ETF	9/11/2015	2,424.0000	59.0500	\$ 143,137.20	PURCHASED	
ISHARES MSCI EAFE ETF	2/17/2016	4.0000	51.4111	205.64	PURCHASED	
ISHARES MSCI EAFE ETF	3/14/2016	4.0000	56.0300	224.12	PURCHASED	

THE EPLEE FOUNDATION, INC
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MUTUAL FUNDS DECEMBER 31, 2016	DATE ACQUIRED	SHARES QUANTITY	UNIT COST/ VALUE	TOTAL COST/VALUE	HOW ACQUIRED	MARKET VALUE 12/31/2016
ISHARES MSCI EAFE ETF	4/1/2016	5.0000	56.5194	282.60	PURCHASED	
ISHARES MSCI EAFE ETF	5/13/2016	4.0000	57.9500	231.80	PURCHASED	
ISHARES MSCI EAFE ETF	5/27/2016	1,523.0000	57.9659	88,282.07	PURCHASED	
ISHARES MSCI EAFE ETF	7/6/2016	23.0000	55.2000	1,269.60	PURCHASED	
ISHARES MSCI EAFE ETF	7/15/2016	8.0000	56.8996	455.20	PURCHASED	
ISHARES MSCI EAFE ETF		3,995.0000		\$ 234,088.23		\$ 230,631.35
JANUS FLEXIBLE BOND	9/10/2015	7,968.9550	10.48	\$ 83,514.65	PURCHASED	
JANUS FLEXIBLE BOND	9/16/2015	15.9960	10.46	167.32	PURCHASED	
JANUS FLEXIBLE BOND - REINV	10/1/2015	12.8980	10.46	134.91	PURCHASED	
JANUS FLEXIBLE BOND	10/28/2015	46.1380	10.47	483.07	PURCHASED	
JANUS FLEXIBLE BOND	11/2/2015	19.0250	10.45	198.81	PURCHASED	
JANUS FLEXIBLE BOND - REINV	12/1/2015	18.3850	10.39	191.02	PURCHASED	
JANUS FLEXIBLE BOND	1/4/2016	21.9200	10.30	225.78	PURCHASED	
JANUS FLEXIBLE BOND - REINV	1/5/2016	17.8020	10.29	183.08	PURCHASED	
JANUS FLEXIBLE BOND - REINV	2/1/2016	17.1610	10.39	178.30	PURCHASED	
JANUS FLEXIBLE BOND	3/1/2016	19.2550	10.40	200.25	PURCHASED	
JANUS FLEXIBLE BOND - REINV	4/1/2016	18.5740	10.46	194.28	PURCHASED	
JANUS FLEXIBLE BOND - REINV	5/2/2016	19.4590	10.48	203.93	PURCHASED	
JANUS FLEXIBLE BOND - REINV	6/1/2016	18.1350	10.48	190.05	PURCHASED	
JANUS FLEXIBLE BOND - REINV	7/1/2016	19.2090	10.63	204.19	PURCHASED	
JANUS FLEXIBLE BOND - REINV	8/1/2016	18.1720	10.68	194.08	PURCHASED	
JANUS FLEXIBLE BOND - REINV	9/1/2016	19.2300	10.66	204.99	PURCHASED	
JANUS FLEXIBLE BOND - REINV	10/3/2016	19.8520	10.64	211.23	PURCHASED	
JANUS FLEXIBLE BOND - REINV	11/1/2016	16.9930	10.56	179.45	PURCHASED	
JANUS FLEXIBLE BOND - REINV	12/1/2016	19.1180	10.30	196.92	PURCHASED	
JANUS FLEXIBLE BOND		8,326.2770		\$ 87,256.41		\$ 85,677.39
JENSEN QUALITY GROWTH	9/10/2015	2,613.9160	37.17	\$ 97,159.24	PURCHASED	
JENSEN QUALITY GROWTH	9/24/2015	9.9580	38.32	381.60	PURCHASED	
JENSEN QUALITY GROWTH - REINV	12/18/2015	1.9070	36.59	69.78	PURCHASED	
JENSEN QUALITY GROWTH - REINV	12/18/2015	13.8640	36.60	507.44	PURCHASED	
JENSEN QUALITY GROWTH - REINV	12/18/2015	311.3590	36.60	11,395.75	PURCHASED	
JENSEN QUALITY GROWTH - REINV	3/17/2016	11.2560	37.58	422.99	PURCHASED	
JENSEN QUALITY GROWTH - REINV	6/23/2016	10.8600	39.04	423.98	PURCHASED	
JENSEN QUALITY GROWTH - REINV	9/21/2016	9.0390	39.63	358.22	PURCHASED	
JENSEN QUALITY GROWTH - REINV	12/19/2016	11.6740	39.54	461.60	PURCHASED	
JENSEN QUALITY GROWTH - REINV	12/19/2016	102.7060	39.54	4,061.01	PURCHASED	
JENSEN QUALITY GROWTH		3,096.5390		\$ 115,241.61		\$ 121,105.64
JOHN HANCOCK BOND FUND CI I	5/27/2016	3,608.5840	15.77	\$ 56,907.38	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	6/1/2016	1.2870	15.8	20.34	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	7/1/2016	10.5750	15.99	169.09	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	8/1/2016	10.5410	16.17	170.45	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	9/1/2016	10.3170	16.18	166.93	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	10/3/2016	10.0860	16.14	162.79	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	11/1/2016	10.1220	16.01	162.05	PURCHASED	
JOHN HANCOCK BOND FUND CI I - REINV	12/1/2016	10.4010	15.63	162.57	PURCHASED	
JOHN HANCOCK BOND FUND CI I		3,671.9130		\$ 57,921.60		\$ 57,465.44
JOHN HANCOCK DISC VAL	2/9/2016	8,220.8430	15.84	\$ 130,218.16	PURCHASED	
JOHN HANCOCK DISC VAL	12/19/2016	99.1500	19.57	1,940.37	PURCHASED	
JOHN HANCOCK DISC VAL		8,319.9930	35.4100	\$ 132,158.53		\$ 161,158.26
LORD ABBOTT SHORT DUR INC FD A	8/2/2011	187,812.246	4.6100	\$ 865,814.45	GIFT	809,470.78
LORD ABBOTT SHORT DUR INC FD A	8/3/2011	694.681	4.6100	3,202.48	GIFT	2,994.08
LORD ABBOTT SHORT DUR INC FD A	9/1/2011	690.859	4.5500	3,143.41	PURCHASED	2,977.60
LORD ABBOTT SHORT DUR INC FD A	10/3/2011	724.889	4.5100	3,269.25	PURCHASED	3,124.27
LORD ABBOTT SHORT DUR INC FD A		189,922.6750		\$ 875,429.59		\$ 818,566.73
OPPENHEIMER INTL GROWTH	9/10/2015	2,338.2160	34.3400	\$ 80,294.34	PURCHASED	

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MUTUAL FUNDS	DATE	SHARES	UNIT COST/	TOTAL	HOW	MARKET
DECEMBER 31, 2016	ACQUIRED	QUANTITY	VALUE	COST/VALUE	ACQUIRED	VALUE
						12/31/2016
OPPENHEIMER INTL GROWTH - REINV	12/17/2015	36.2560	35.8804	1,300.88	PURCHASED	
SHARE CLASS CONVER FROM OPPENHEIMER INTL GROWTH	6/29/2016	-2,408.9870				
SHARE CLASS CONVER TO OPPENHEIMER INTL GROWTH FD CI I	6/29/2016	2,406.9870				
OPPENHEIMER INTL GROWTH FD CI I	7/6/2016	10.1300	35.0500	355.07	PURCHASED	
OPPENHEIMER INTL GROWTH FD CI I	12/13/2016	7.5290	34.6300	260.73	PURCHASED	
OPPENHEIMER INTL GROWTH FD CI I	12/15/2016	37.6000	34.1800	1,285.17	PURCHASED	
OPPENHEIMER INTL GROWTH FD CI I		2,427.7310		\$ 83,496.19		\$ 84,164.30
T. ROWE PRICE HIGH YIELD	9/10/2015	17,053.6580	6.56	\$ 111,872.00	PURCHASED	
T. ROWE PRICE HIGH YIELD	10/1/2015	59.1240	6.36	376.03	PURCHASED	
T. ROWE PRICE HIGH YIELD	10/28/2015	125.6180	6.49	815.26	PURCHASED	
T. ROWE PRICE HIGH YIELD	11/2/2015	89.7510	6.47	580.69	PURCHASED	
T. ROWE PRICE HIGH YIELD	12/1/2015	87.0490	6.34	551.89	PURCHASED	
T. ROWE PRICE HIGH YIELD	12/14/2015	34.3910	6.26	215.29	PURCHASED	
T. ROWE PRICE HIGH YIELD	12/31/2015	27.5440	6.16	169.67	PURCHASED	
T. ROWE PRICE HIGH YIELD	1/5/2016	102.8640	6.18	635.70	PURCHASED	
T. ROWE PRICE HIGH YIELD	1/5/2016	80.7940	6.17	498.50	PURCHASED	
T. ROWE PRICE HIGH YIELD	1/7/2016	49.2290	6.16	303.25	PURCHASED	
T. ROWE PRICE HIGH YIELD	2/1/2016	88.6060	6.06	536.95	PURCHASED	
T. ROWE PRICE HIGH YIELD	3/1/2016	100.0230	6.04	604.14	PURCHASED	
T. ROWE PRICE HIGH YIELD - REINV	4/1/2016	91.8180	6.25	573.86	PURCHASED	
SHARE CLASS CONVERSION FROM T. ROWE PRICE HIGH YIELD	4/27/2016	-18,399.4300				
SHARE CLASS CONVERSION TO T. ROWE PRICE HIGH YIELD CI I	4/27/2016	18,399.4300				
T. ROWE PRICE HIGH YIELD CI I	4/29/2016	38.0550	6.37	242.41	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	5/2/2016	15.2470	6.39	97.43	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	5/2/2016	78.0780	6.39	498.92		
T. ROWE PRICE HIGH YIELD CI I REINV	6/1/2016	91.4980	6.41	586.50	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	7/1/2016	91.9380	6.41	589.32	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	8/1/2016	88.6860	6.53	579.12	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	9/1/2016	91.0440	6.62	602.71	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	10/3/2016	95.9320	6.63	636.03	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	11/1/2016	85.5790	6.62	566.53	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	12/1/2016	92.7870	6.57	609.61	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I REINV	12/8/2016	56.7610	6.61	375.19	PURCHASED	
T. ROWE PRICE HIGH YIELD CI I		18,816.0740		\$ 123,117.00		\$ 125,126.89
TEMPLETON GLOBAL BOND	9/10/2015	4,960.9740	11.43	\$ 56,703.93	PURCHASED	
TEMPLETON GLOBAL BOND	11/17/2015	13.8680	11.77	163.23	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	12/16/2015	14.2270	11.54	164.18	PURCHASED	
TEMPLETON GLOBAL BOND	1/19/2016	14.8950	11.02	164.14	PURCHASED	
TEMPLETON GLOBAL BOND	2/17/2016	15.0510	10.87	163.60	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	3/16/2016	14.6630	11.26	165.11	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	4/18/2016	14.3930	11.36	163.50	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	5/17/2016	10.0810	11.28	113.71	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	6/16/2016	10.2920	11.02	113.42	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	7/18/2016	9.9620	11.46	114.16	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	8/16/2016	10.0520	11.38	114.39	PURCHASED	
TEMPLETON GLOBAL BOND - REINV	9/16/2016	10.2790	11.10	114.10	PURCHASED	
TEMPLETON GLOBAL BOND	9/26/2016	12.9030	11.05	142.58	PURCHASED	
TEMPLETON GLOBAL BOND	10/18/2016	10.0640	11.44	115.13	PURCHASED	
TEMPLETON GLOBAL BOND	11/16/2016	10.1820	11.33	115.36	PURCHASED	
TEMPLETON GLOBAL BOND	12/16/2016	9.7180	12.00	116.62	PURCHASED	
TEMPLETON GLOBAL BOND		5,141.6040		\$ 58,747.16		\$ 61,829.56
VANGUARD FTSE EMERGING MKT ETF	5/27/2016	2,454.0000	33.15	\$ 81,345.68	PURCHASED	
VANGUARD FTSE EMERGING MKT ETF		2,454.0000		\$ 81,345.68		\$ 87,804.12
VANGUARD GROWTH ETF	9/11/2015	1,860.0000	103.15	\$ 191,859.00	PURCHASED	
VANGUARD GROWTH ETF	2/17/2016	2.0000	92.95	185.90	PURCHASED	
VANGUARD GROWTH ETF		1,862.0000		\$ 192,044.90		\$ 207,575.76

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MUTUAL FUNDS DECEMBER 31, 2016	DATE ACQUIRED	SHARES QUANTITY	UNIT COST/ VALUE	TOTAL COST/VALUE	HOW ACQUIRED	MARKET VALUE 12/31/2016
VANGUARD MID CAP ETF	2/9/2016	693.0000	110.0397 \$	76,257.51	PURCHASED	
VANGUARD MID CAP ETF	2/17/2016	2.0000	103.8	207.60	PURCHASED	
VANGUARD MID CAP ETF		695.0000	\$	76,465.11		\$ 91,482.85
VANGUARD SMALL CAP GROWTH ETF	5/27/2016	686.0000	121.6041 \$	83,420.41	PURCHASED	
VANGUARD SMALL CAP GROWTH ETF		686.0000	\$	83,420.41		\$ 91,334.04
VANGUARD TTL BD MARKET ETF	12/23/2011	3,122.0000	83.9799 \$	262,185.24	PURCHASED	
VANGUARD TTL BD MARKET ETF	4/5/2012	129.0000	82.9566 \$	10,701.40	PURCHASED	
VANGUARD TTL BD MARKET ETF	10/4/2012	65.0000	85.0300	5,526.95	PURCHASED	
VANGUARD TTL BD MARKET ETF	1/7/2013	70.0000	83.9156	5,874.09	PURCHASED	
VANGUARD TTL BD MARKET ETF	7/16/2013	45.0000	80.5562	3,625.03	PURCHASED	
VANGUARD TTL BD MARKET ETF	12/17/2013	46.0000	80.3900	3,697.94	PURCHASED	
VANGUARD TTL BD MARKET ETF	11/17/2014	15.0000	82.20	1,232.94	PURCHASED	
VANGUARD TTL BD MARKET ETF	3/6/2014	38.0000	81.49	3,096.47	PURCHASED	
VANGUARD TTL BD MARKET ETF	1/6/2015	21.0000	82.4160	1,730.74	PURCHASED	
VANGUARD TTL BD MARKET ETF	6/11/2015	42.0000	81.3300	3,415.86	PURCHASED	
VANGUARD TTL BD MARKET ETF	9/11/2015	494.0000	81.5200	40,270.88	PURCHASED	
VANGUARD TTL BD MARKET ETF	9/14/2015	5.0000	81.2400	406.20	PURCHASED	
VANGUARD TTL BD MARKET ETF	9/16/2015	7.0000	81.4814	570.37	PURCHASED	
VANGUARD TTL BD MARKET ETF	10/28/2015	21.0000	82.0429	1,722.90	PURCHASED	
VANGUARD TTL BD MARKET ETF	11/12/2015	3.0000	80.9633	242.89	PURCHASED	
VANGUARD TTL BD MARKET ETF	11/25/2015	5.0000	81.3060	406.53	PURCHASED	
VANGUARD TTL BD MARKET ETF	12/1/2015	2.0000	81.3350	162.67	PURCHASED	
VANGUARD TTL BD MARKET ETF	12/14/2015	4.0000	81.1075	324.43	PURCHASED	
VANGUARD TTL BD MARKET ETF	12/31/2015	2.0000	80.7450	161.49	PURCHASED	
VANGUARD TTL BD MARKET ETF	1/5/2016	9.0000	80.4935	724.44	PURCHASED	
VANGUARD TTL BD MARKET ETF	6/14/2016	2.0000	83.4400	166.88	PURCHASED	
VANGUARD TTL BD MARKET ETF	8/12/2016	3.0000	84.0828	252.25	PURCHASED	
VANGUARD TTL BD MARKET ETF	9/14/2016	4.0000	83.6084	334.43	PURCHASED	
VANGUARD TTL BD MARKET ETF	9/26/2016	5.0000	83.6043	418.02	PURCHASED	
VANGUARD TTL BD MARKET ETF	9/30/2016	2.0000	84.2089	168.42	PURCHASED	
VANGUARD TTL BD MARKET ETF	12/13/2016	4.0000	80.8371	323.35	PURCHASED	
VANGUARD TTL BD MARKET ETF		4,165.0000	\$	347,742.81		\$ 336,490.35
VANGUARD VALUE ETF	8/6/2015	76.0000	84.1200 \$	6,393.12	PURCHASED	
VANGUARD VALUE ETF	9/11/2015	2,319.0000	78.4200	181,855.99	PURCHASED	
VANGUARD VALUE ETF		2,395.0000	\$	188,249.11		\$ 222,758.95
TOTAL		137,674.4360	\$	3,703,989.71		\$ 3,769,075.03